

**UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF LOUISIANA**

BRADLEY RAY DICK	*	CIVIL ACTION
versus	*	NO. _____
KEY ENERGY SERVICES, INC. AND	*	
KEY ENERGY SERVICES, L.L.C.	*	

NOTICE OF REMOVAL

NOW INTO COURT, through undersigned counsel, come Defendants, Key Energy Services, Inc. and Key Energy Services, LLC (referred to collectively as “Key Energy”), who, pursuant to 28 U.S.C. § 1441, hereby remove to this Court the civil action now pending in the Twenty-Sixth Judicial District Court for the Parish of Webster, State of Louisiana, entitled “Bradley Ray Dick versus Key Energy Services, Inc. and Key Energy Services, L.L.C.,” No. 73239, Division D, on the following grounds:

I. PROCEDURAL HISTORY AND TIMELINESS OF REMOVAL

1.

On or about July 18, 2013, Plaintiff, Bradley Ray Dick, filed the attached Petition against Key Energy in state court.

2.

Defendant Key Energy Services, LLC was served with the Citation and Petition and the exhibits thereto on July 24, 2013.

3.

Defendant Key Energy Services, Inc. was served with the Citation and Petition and the exhibits thereto via Louisiana’s Long Arm statute on or about August 7, 2013.

4.

A copy of the Petition, the exhibits thereto, and the related process papers served upon Key Energy to date are attached hereto *in globo* as **Exhibit A** as required by 28 U.S.C. § 1446(a). No other pleadings or papers have been served upon Key Energy.

5.

The only substantive action taken in the state court proceedings is Plaintiff's filing of the Petition. *See* Exhibit A.

6.

This Notice of Removal is timely pursuant to 28 U.S.C. § 1446(b) because it is filed within thirty (30) days of service of the Citation and Petition on Key Energy Services, LLC, the first defendant served.

7.

The Twenty-Sixth Judicial District Court, Parish of Webster, State of Louisiana is located within the jurisdiction of this Court. 28 U.S.C. § 98(b). This Notice of Removal is therefore properly filed in this Court pursuant to 28 U.S.C. § 1441(a).

II. FACTUAL BACKGROUND

8.

Key Energy is an onshore energy production services company headquartered in Houston, Texas that offers a wide array of services to its clients, including rig, fluid management, fishing, rental (including frac stack rental) and well testing services.

9.

On July 13, 2011, Key Energy entered into an Agreement and Plan of Merger (“Plan of Merger”) with Edge Oilfield Services (“Edge”), a Louisiana oilfield services company, and Edge’s equity holders.

10.

Prior to the merger, Plaintiff was an equity holder and employee of Edge, serving as the manager of Edge’s North Louisiana office in Webster Parish.

11.

The Plan of Merger contains certain provisions that address Edge’s equity holders in different tiers, based on their percentage of ownership in Edge. Plaintiff was a first tier holder and a signatory to the Plan of Merger.

12.

In exchange for signing and promising to abide by the terms of the Plan of Merger, Plaintiff was paid almost \$1.8 million, was given access to Key Energy’s confidential information, and became employed by Key Energy in the same management position that he held prior to the merger.

13.

A key term of the Plan of Merger was the agreement by first tier holders like Plaintiff to abide by the confidentiality, non-competition and non-solicitation provisions set forth therein.

14.

Plaintiff’s employment with Key Energy was terminated effective January 10, 2013.

15.

Plaintiff's state court Petition seeks a declaratory judgment that the non-competition and non-solicitation provisions contained in the Plan of Merger are null, void, and unenforceable. *See* Exhibit A, Petition at ¶ 22.

III. BASIS FOR REMOVAL

16.

This Court has "original jurisdiction of all civil actions where the matter in controversy exceeds the sum or value of \$75,000, exclusive of interest and costs, and is between citizens of different states." 28 U.S.C. § 1332(a)(1).

17.

Plaintiff is domiciled in Webster Parish, Louisiana, and is thus a citizen of Louisiana for purposes of diversity jurisdiction. *See* Exhibit A, Petition at ¶ 1.

18.

Defendant Key Energy Services, Inc. is a Maryland corporation with its principal place of business in Houston, Texas. Therefore, for purposes of diversity jurisdiction, Key Energy Services, Inc. is a citizen of Maryland and Texas. *See* 28 U.S.C. § 1332(c)(1) ("a corporation shall be deemed to be a citizen of every State and foreign state by which it has been incorporated and of the State or foreign state where it has its principal place of business.").

19.

Defendant Key Energy Services, LLC is a Texas limited liability company, the citizenship of which is based upon the citizenship of each of its members. The sole member of Key Energy Services, LLC is Key Energy Services, Inc. Thus, for purposes of diversity jurisdiction, Key Energy Services, LLC is also a citizen of Maryland and Texas.

20.

Because Plaintiff is a citizen of Louisiana and both Key Energy defendants are citizens of Maryland and Texas, the requirement for complete diversity of citizenship is met.

21.

Moreover, the amount in controversy requirement is met because the losses Plaintiff would incur as a result of not being able to compete with Key Energy or solicit its customers, and Plaintiff's liability for breaching the non-competition and non-solicitation provisions of the Plan of Merger exceed \$75,000. In addition, the losses Key Energy will sustain in the event that Plaintiff breaches the non-competition and non-solicitation provisions contained in the Plan of Merger exceed \$75,000.

22.

Accordingly, this action is removable pursuant to the provisions of 28 U.S.C. § 1441, because it is a civil action over which this Court has original jurisdiction under 28 U.S.C. § 1332(a)(1).

IV. THE PROCEDURAL REQUIREMENTS FOR REMOVAL ARE SATISFIED

23.

Undersigned counsel certifies that a copy of this Notice of Removal will be promptly served upon Plaintiff by mailing and faxing a copy of it to his counsel of record as indicated below:

C. Vernon Richie
Margaret E. Richie
Richie, Richie & Oberle, L.L.P.
P.O. Box 44065,
Shreveport, LA 71134
Fax (318) 221-8311

Don Weir, Jr.
725 Southfield Rd.
Shreveport, LA 71106
Fax: (318) 676-0720

24.

Undersigned counsel certifies that a Notice to State Court of Removal, along with a copy of this Notice of Removal, will be promptly filed with the Clerk of Court for the Twenty-Sixth Judicial District Court for the Parish of Webster, State of Louisiana. A copy of the Notice being filed in the state court is attached hereto (without exhibits) as **Exhibit B**.

25.

No hearings have been scheduled in the state court action.

26.

All other prerequisites for removal under 28 U.S.C. §§ 1441 and 1446 have been met.

WHEREFORE, Key Energy, with a full reservation of the right to amend this Notice, prays that further proceedings in the Twenty-Sixth Judicial District Court for the Parish of Webster, State of Louisiana, be discontinued and that this action be recognized as removed to and pending on the docket of the United States District Court for the Western District of Louisiana, in accordance with the authorities cited herein.

Respectfully submitted,

/s/Kindall C. James

Thomas J. McGoey II, T.A. (La. Bar No. 18330)

Wm. Brian London (La. Bar No. 33948)

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Attorneys for Defendants Key Energy Services,
Inc., and Key Energy Services, LLC

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that I have this date served the above and foregoing on:

C. Vernon Richie
Margaret E. Richie
Richie, Richie & Oberle, L.L.P.
P.O. Box 44065
Shreveport, LA 71134

And

Don Weir, Jr.
725 Southfield Rd.
Shreveport, LA 71106

by placing a copy of same in the United States Mail, first-class postage prepaid and properly addressed, on this 8th day of August, 2013.

/s/Kindall C. James